### FINANCIAL AND COMPLIANCE AUDIT TOGETHER WITH INDEPENDENT AUDITOR'S REPORT

FRENCH MARKET CORPORATION
(A Proprietary Component Unit of the City of New Orleans)
NEW ORLEANS, LOUISIANA

FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011

### TABLE OF CONTENTS

	Page
Independent Auditors' Report	3
Management's Discussion and Analysis	6
Statement of Net Position	10
Statement of Revenues, Expenditures and Changes in Net Position	11
Statement of Cash Flows	12
Notes to the Financial Statements	14
Required Supplementary Information	
Budgetary Comparison Schedule	25
Report on Internal Control over Financial Reporting and on compliance and Other Matters Based on an Audit of Financial Statements Performed in	
Accordance with Government Auditing Standards	26
Schedule of Findings and Questioned Costs	28
Schedule of Prior Year Findings	29

### PAILET, MEUNIER and LeBLANC, L.L.P.

Certified Public Accountants

Management Consultants

### INDEPENDENT AUDITORS' REPORT

To the Board of Directors French Market Corporation (A Proprietary Component Unit of the City of New Orleans) New Orleans, Louisiana

### Report on the Financial Statements

We have audited the accompanying financial statements of French Market Corporation (the Market), a proprietary component unit of the City of New Orleans, as of and for the years ended December 31, 2012 and 2011, and the related notes to the financial statements, which collectively comprise the Market's basic financial statements as listed in the table of contents.

### Management's Responsibility for the Financial Statements

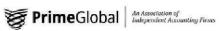
Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes

Member of:



• PCAOB - Public Company Accounting Oversight Board

AICPA: Center for Public Company Audit Firms (SEC) • Governmental Audit Quality Center • Private Companies Practice Section (PCPS)

evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

### **Opinions**

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the major fund and the remaining fund information of the Market as of and for the years ended December 31, 2012 and 2011, and the respective changes in financial position, and, where applicable, cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

### Other Matters

### Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information on pages 6 and 25 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

### Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Market's basic financial statements. The introductory section, combining and individual nonmajor fund financial statements, and statistical section, are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The combining and individual nonmajor fund financial statements are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the combining and individual nonmajor fund financial statements are fairly stated in all material respects in relation to the basic financial statements as a whole.

The introductory and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

### Other Reporting Required by Government Auditing Standards

Pailet Meunier and Let Stanc, LLP

In accordance with *Government Auditing Standards*, we have also issued our report dated June 6, 2013, on our consideration of the Market's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Market's internal control over financial reporting and compliance.

New Orleans, Louisiana

June 6, 2013

French Market Corporation (the Market), a proprietary component unit of the City of New Orleans management's discussion and analysis is intended to assist the reader in focusing on significant financial issues, provide an overview of the Market's financial activity, and identify changes in the Market's financial position and its ability to address the next and subsequent year challenges. It also identifies any material deviations from the financial plan and identifies individual fund issues or concerns. This is a requirement of the Governmental Accounting Standards Board Statement No. 34 (GASB 34) Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments and is intended to provide the financial results for the fiscal year ending December 31, 2012.

As required in GASB 34, the financial report is presented in the following order:

Management's Discussion and Analysis

**Basic Financial Statements** 

Statement of Net Position

Statement of Revenues, Expenditures and Changes in Net Position

Statement of Cash Flows

Notes to the Financial Statements

Other Required Supplementary Information

Required Supplementary Information

### OVERVIEW OF THE FINANCIAL STATEMENTS

The Market's financial statements comprise the basic financial statements and the notes to the financial statements. These statements use the full accrual basis of accounting similar to private sector companies. Since the Market consists of a single enterprise fund, no fund level financial statements are shown. The basic financial statements are designed to provide readers with a broad overview of the Market's finances, in a manner similar to a private-sector business.

The Statement of Net Position presents information on all of the Market's assets and liabilities, with the difference between the two reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Market is improving or deteriorating. Net position increase when revenues exceed expenses. Increases to assets without corresponding increases to liabilities, results in increased net position, which indicates an improved financial position.

The Statement of Revenue, Expenses, and Changes in Fund Net Position presents information showing how the Market's net position changed during the fiscal year. All changes in net position are reported as soon as the underlying event occurs, regardless of the timing of related-cash flows. Thus, revenue and expenses are reported in this statement for some items that will only result in cash flow in future fiscal periods (i.e., earned but unused vacation leave).

The notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the basic financial statements.

### FINANCIAL ANALYSIS OF THE MARKET

The Market's total assets for 2012 increased by \$309,336 as a result of increases to cash and cash equivalents and accounts receivable. The total liabilities decreased in 2012 by \$1,402,729 primarily due to decreases in amounts owed to city agencies. As a result, the Market's assets exceeded liabilities by \$17,044,920 at the end of 2012. There was an increase of \$1,712,065 from the previous year.

	2012	2011
ASSETS	18.	-
Current assets	\$ 748,215	\$ 712,163
Noncurrent assets	21,527,075	21,253,791
Total assets	22,275,290	21,965,954
LIABILITIES		
Current liabilities	862,848	2,096,821
Noncurrent liabilities	4,367,522	4,536,278
Total liabilities	5,230,370	6,633,099
Total Assert Issa I totalitates	£47.044.000	<b>\$45,000,055</b>
Total Assets less Liabilities	<u>\$17.044.920</u>	<u>\$15.332.855</u>
NET POSITION		
Invested in capital assets	\$ 9,449,761	\$ 9,870,372
Restricted for revenue bond debt service	535,901	571,754
Unrestricted	7,059,258	4,890,729
Total net position	\$17.044.920	\$15.332.855
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### CAPITAL ASSETS

The Market's investment in capital assets amounts to \$13,680,693, net of accumulated depreciation, as of December 31, 2012, which is a decrease of \$590,930 as compared to 2011. Capital assets include land, buildings and improvements, furniture, fixtures, and equipment. The Market uses these capital assets to provide its primary revenue source and consequently these assets are not available to liquidate liabilities or other spending.

	2012	2011
Furniture and equipment	\$ 28,697,762	\$28,341,700
Less: accumulated depreciation	15,017,069	14,070,077
Net capital assets	\$ 13.680.693	\$14.271.623

Depreciation expense for the year is \$946,992.

### **DEBT ADMINISTRATION**

On August 3, 2006, the Market issued a drawdown bond, Taxable Revenue Bond Series 2005 A, for a principal amount of not exceeding \$5,000,000. The Series 2005 A bond is for the acquisition and construction of improvements to the Market's Farmers' Market and Flea Market Sheds 1 and 2, pedestrian crossing reconfiguration, installation of historic and directional signage, improvements, flood wall opening enhancements and other capital improvements. At December 31, 2012, the drawdown bond outstanding totaled \$4,230,932.

### **NET POSITION**

As indicated below, total net position is \$17,044,920. Net position can be separated into three categories: invested in capital assets, net of related debt, restricted for revenue bond service, and unrestricted net position. The largest portion of the Market's net position reflects its investments in capital assets (i.e., buildings and improvements) less any related debt used to improve those assets that are still outstanding.

	_	2012	2011
NET POSITION:			
Invested in capital assets, net of related debt	\$	9,449,761	\$ 9,870,372
Restricted for revenue bond service		535,901	571,754
Unrestricted		7,059,258	4,890,729
TOTAL NET POSITION	\$	17.044.920	\$15.332.855

Net position invested in capital assets are a combination of capital assets at original cost less accumulated depreciation and less any related debt. The original cost of capital assets is \$28,697,762, which is an accumulation of capital assets year after year less any capital disposals. The accumulated depreciation is the accumulation of depreciation expense since acquisition, \$15,017,069. In accordance with accounting principles generally accepted in the United States of America, depreciation expense is recorded on the original cost of the asset, less an estimated salvage value, expensed over the estimated useful life of the asset. The related debt is the revenue bond debt service. These amounts are restricted because of certain bond covenants and are required to establish and maintain prescribed amounts of resources (consisting of cash and cash equivalents) that can be used only to service outstanding debt. As of and for the year ended December 31, 2012, the related debt was \$4,230,932.

Net position restricted for revenue bond service are a combination of the Debt Service Fund, \$35,869 and the Debt Service Reserve Fund \$500,032. These amounts are maintained by the bondholder and were established in case the company is unable to make their payments.

The remaining unrestricted net position is \$7,059,258. The unrestricted net position is an accumulation of prior years' operating results and a Capital Improvement Fund established for future capital improvement projects that may arise.

### **RESULTS OF OPERATIONS**

The Market's total net position increased by \$1,712,066 over the course of the year's operations primarily due to an increase in operating revenues and a \$1,000,000 reduction in transfers out. Total operating revenues increased by \$750,780 or 9.7% from the previous year. This resulted primarily due to an increase in tenant rents for the year.

	2012	2011
Operating revenues	\$ 8,488,125	\$ 7,737,345
Operating expenses	6,391,706	5,801,138
Operating Income	2,096,419	1,936,207
Non-operating expenses	(284,353)	(285,070)
Income before transfer out	1,812,066	1,651,137
Transfer out	(100,000)	(1,100,000)
Increase (decrease) in net position	\$ 1.712,066	\$ 551,137

Operating expenses were \$590,568 higher than 2011 due primarily to increases in various office expenses.

### ORIGINAL VS. REVISED BUDGET

The Market adopts an annual operating budget and a five-year capital budget. The operating budget includes proposed expenses and the means of financing them. The operating budget remains in effect throughout the year. The capital budget includes major building repairs and renovations, vehicle purchases, equipment replacements, painting of buildings, and landscape improvements.

### **REVENUE BUDGET**

The Market's actual general fund revenues of \$8,488,125 were greater than the budget by \$1,067,943, a variance of approximately 12.6%.

### **EXPENDITURE BUDGET**

The Market's actual general fund expenditures of \$5,995,220 were lower than the budget by \$1,424,962, a variance of approximately 23.8%.

### CONTACTING THE FRENCH MARKET CORPORATION FINANCIAL MANAGEMENT

This financial report is designed to provide citizens, taxpayers, customers, investors and creditors with a general overview of the Market's finances and demonstrate the Market's accountability for money it receives. If you have questions about this report or need additional information, contact Ms. Ann Duplessis, Executive Director, at 1008 N. Peters St., New Orleans, LA 70116.

# FRENCH MARKET CORPORATION (A Proprietary Component Unit of the City of New Orleans) STATEMENT OF NET POSITION DECEMBER 31,

	2012	2011
ASSETS Current Assets	. 70.700	400 405
Cash and cash equivalents	\$ 73,728	(B)
Accounts receivables	578,734	488,631
Prepaid expenses	95,753	97,407
Total Current Assets	748,215	712,163
Noncurrent Assets Restricted cash and cash equivalents	7,743,985	6,890,794
Capital assets, net of accumulated depreciation	13,680,693	14,271,623
Other assets	102,397	91,374
Total Noncurrent Assets	21,527,075	21,253,791
TOTAL ASSETS	22,275,290	21,965,954
LIABILITIES Current Liabilities:	84 204	479.074
Accounts payable	81,204	178,974
Accrued interest expense	91,303	63,357 153,417
Rental deposits	156,732 327,638	1,494,458
Due to city agencies-net Deferred revenues	25,644	36,887
Revenue bonds payable	180,327	169,728
Neverlue borius payable	100,321	103,720
Total Current Liabilities	862,848	2,096,821
Noncurrent Liabilities:		
Accrued compensated absences	316,917	304,755
Revenue bonds payable	4,050,605	4,231,523
Total Noncurrent Liabilities	4,367,522	4,536,278
TOTAL LIABILITIES	5,230,370	6,633,099
TOTAL ASSETS LESS TOTAL LIABILITIES	\$17.044.920	\$15.332.855
NET POSITION		
Invested in capital assets, net of related debt	\$ 9,449,761	\$ 9,870,372
Restricted for revenue bond service	535,901	571,754
Unrestricted	7,059,258	
Total Net Position	\$17.044.920	\$15.332.855

## FRENCH MARKET CORPORATION (A Proprietary Component Unit of the City of New Orleans) STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN NET POSITION FOR THE YEARS ENDED DECEMBER 31,

	2012	2011
Operating revenues:	W.	8
Rental income, net	\$ 7,856,504	\$ 7,358,398
Other income	631,621	378,947
Total operating revenues	8,488,125	7,737,345
Operating expenses:		
General and administrative	1,234,182	1,214,799
Shopping Center	1,600,809	1,365,836
Farmers/Flea market	910,652	705,363
Parking lots	1,061,860	1,028,239
Advertisement	590,525	510,449
Washington Artillery Park	42,520	34,084
Depreciation and Amortization	951,158	942,368
Total Operating Expenses	6,391,706	5,801,138
Operating income	2,096,419	1,936,207
Non-operating revenues/ (expenses):		
Interest income	3,647	2,930
Bond interest	(288,000)	(288,000)
Total non-operating expenses	(284,353)	(285,070)
Income before transfer out	1,812,066	1,651,137
Transfer out	(100,000)	(1,100,000)
Changes in Net Position	1,712,066	551,137
Net Position - December 31, 2011	15,332,855	14,781,718
Net Position - December 31, 2012	\$ 17.044.921	\$ 15.332.855

### FRENCH MARKET CORPORATION (A Proprietary Component Unit of the City of New Orleans) STATEMENT OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31,

	2012	2011
Cash Flows from Operating Activities: Received from tenants Received from others Paid to suppliers for goods and services Paid to employees for services	\$ 7,747,451 631,621 (4,477,211) (2,190,333)	\$ 7,297,877 378,947 (1,968,607) (1,808,889)
Net cash provided by operating activities	1,711,528	3,899,328
Cash Flows from Noncapital Financial Activities: Operating transfer out	(100,000)	(1,100,000)
Capital used in noncapital financing activities	(100,000)	(1,100,000)
Cash Flows from Capital and Related Financing Activities: Interest paid on bonds Principal payments on bond Payments for capital acquisitions	(288,000) (170,319) (356,062)	(288,000) (160,558) (73,100)
Capital used in capital and related financing activities	(814,381)	(521,658)
Cash Flows from Investing Activities: Interest on Investments	3,647	2,930
Cash provided by investing activities	3,647	2,930
Net increase in cash and cash equivalents	800,794	2,280,600
Cash and cash equivalents - December 31, 2011	7,016,919	4,736,319
Cash and cash equivalents - December 31, 2012	<u>\$ 7.817.713</u>	<u>\$ 7.016.919</u>
Reconciliation to Statements of Net Position:  Cash and cash equivalents - current assets  Restricted cash and cash equivalents	\$ 73,728 	\$ 126,125 6,890,794
Total Cash and Cash Equivalents	\$ 7.817.713	<u>\$ 7.016.919</u>

## FRENCH MARKET CORPORATION (A Proprietary Component Unit of the City of New Orleans) STATEMENT OF CASH FLOWS, CONTINUED FOR THE YEARS ENDED DECEMBER 31,

	2012	<u>2011</u>
Reconciliation of Operating Income to Net Cash Flows from Operating Act		
Operating income	\$ 2,096,419	\$ 1,936,207
Adjustments to reconcile operating income (loss) to net cash		
provided by operating activities:		
Depreciation	946,992	776,020
Changes in assets and liabilities:		
(Increase) in receivables	(90,103)	(47,195)
(Increase) Decrease in prepaid expenses	1,654	(10,971)
(Increase) Decrease in other assets	(11,024)	(24,837)
Increase (Decrease) in accounts payable and		
accrued expenses	(57,663)	112,651
Increase (Decrease) in due to city agencies	(1,166,820)	1,145,942
Increase (Decrease) in tenant rental deposits	3,315	5,985
Increase (Decrease) in deferred revenues	(11,243)	5,526
Net cash provided by operating activities	<u>\$ 1.711.527</u>	\$ 3.899.328

### INTRODUCTION

The French Market Corporation (the Market) was formed January 1, 1972, by the City of New Orleans to preserve, restore, and develop the French Market Properties owned by the City of New Orleans. These properties include five buildings and the Farmers Market. The Market is a non-profit corporation that is owned by the City of New Orleans and administered by a Board of Directors consisting of twelve members appointed by the Mayor of the City of New Orleans.

### 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### A. BASIS OF PRESENTATION

The accompanying basic financial statements of the Market have been prepared in conformity with governmental accounting principles generally accepted in the United States of America. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The accompanying basic financial statements have been prepared in conformity with GASB Statement 34, Basic Financial Statements-and Management's Discussion and Analysis – for State and Local Governments.

In addition, the Market has also adopted the provisions of Governmental Accounting Standards Board Statement 33, *Accounting and Financial Reporting for Non-exchange Transactions*. This statement requires that capital contributions to the Market be presented as a change in net position.

### B. REPORTING ENTITY

As the governing authority of the Parish, for reporting purposes, the City of New Orleans is the financial reporting entity. The financial reporting entity consists of (a) the primary government (the City of New Orleans), (b) organizations for which the primary government is financially accountable, and (c) other organizations for which the nature and significance of their relationship with the primary government are such that exclusion would cause the reporting entity's financial statements to be misleading or incomplete.

Governmental Accounting Standards Board Statement No. 14, the Financial Reporting Entity, established criteria for determining which component units should be considered part of the City of New Orleans for financial reporting purposes. The basic criterion for including a potential component unit within the reporting entity is financial accountability. This criterion includes:

- 1. Appointing a voting majority of an organization's governing body, and
  - a. the ability of the primary government to impose its will on that organization and/or:
  - b. the potential to provide specific financial benefits to or impose specific financial burdens on that organization.

### 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### B. REPORTING ENTITY (continued)

- 2. Organizations for which the reporting entity does not appoint a voting majority but are fiscally dependent on the reporting entity.
- 3. Organizations for which the reporting entity's financial statements would be misleading if data of the organization was not included.

Based on the above criteria, the Market is considered to be a component unit of the City of New Orleans, the financial reporting entity. The accompanying financial statements present information only on the funds maintained by the Market and do not present information on the City of New Orleans, the general government services provided by that governmental unit, or the other governmental units that comprise the financial reporting entity.

### C. INCOME TAXES

The Market is owned by the City of New Orleans, and as such, no federal or state income taxes are assessed.

### D. MEASUREMENT FOCUS/BASIS OF ACCOUNTING

The term measurement focus is used to denote what is being measured and reported in the Market's operating statement. The Market is accounted for on the flow of economic resources measurement focus. The fundamental objective of this focus is to measure whether the Market is better or worse off economically as a result of events and transactions of the period.

The term basis of accounting is used to determine when a transaction or event is recognized on the Market's operating statement. The Market used the full accrual basis of accounting. Under this basis, revenues are recorded when earned and expenses are recorded when incurred, even though actual payment or receipt may not occur until after the period ends.

The Market has elected to follow Financial Accounting Standards Board pronouncements issued before November 30, 1989, and all pronouncements of the Governmental Accounting Standards Board.

The Market follows the provisions of Governmental Accounting Standards Board Statement No. 34, Basic Financial Statements - and Management Discussion and Analysis -for State and Local Governments. Statement No. 34 established standards for external financial reporting for all state and local governmental entities, which includes a statement of net position, a statement of activities and changes in net position, and a statement of cash flows. It requires the classification of net position into three components-invested in capital assets, net of related debt; restricted; and unrestricted. These classifications are defined as follows:

### 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### D. MEASUREMENT FOCUS/BASIS OF ACCOUNTING (continued)

Invested in capital assets, net of related debt - This component of net position consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. If there are significant unspent related debt proceeds at yearend, the portion of the debt attributable to the unspent proceeds is not included in the calculation of invested in capital assets, net of related debt. Rather, that portion of the debt is included in the same net position component as the unspent proceeds.

Restricted - This component of net position consists of constraints imposed by creditors (such as through debt covenants), grantors, contributors, or laws or regulations of other governments or constraints imposed by law through constitutional provisions or enabling legislation.

Unrestricted net position - This component of net position consists of net positions that do not meet the definition of "restricted" or "invested in capital assets, net of related debt".

### E. ESTIMATES

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues, expenditures, and expenses during the reporting period. Actual results could differ from those estimates.

### F. CASH AND CASH EQUIVALENTS

Cash includes amounts in non-interest-bearing demand deposits. Cash equivalents include short-term, highly liquid U.S. Treasury securities money market funds with original maturities of 90 days or less. Under state law, the Market may deposit funds in demand deposits, interest-bearing demand deposits, or time deposits with state banks organized under Louisiana law or any other state of the United States, or under the laws of the United States.

### G. ACCOUNTS RECEIVABLE

It is the practice of management to provide an allowance for any account which in management's opinion may not be collectible based upon a review of the current status of existing receivables. Management believes that all receivables are collectible at December 31, 2012, and 2011; therefore, the financial statements do not include estimates for allowance for doubtful accounts.

### 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### H. ANNUAL AND SICK LEAVE

All full-time classified employees of the Market hired prior to January 1, 1979 are permitted to accrue a maximum of 90 days of vacation (annual leave) and an unlimited number of days of sick leave (accumulated at a maximum of 24 days per year). Employees hired after December 31, 1978 can accrue a maximum of 45 days of annual leave and an unlimited number of sick leave. Upon termination of employment, an employee is paid for accrued annual leave based upon current hourly rate of pay and for accrued sick leave on a formula basis. If termination is the result of retirement, the employee has the option of converting accrued sick leave to additional years of service.

### I. BUDGETS

The proposed budget, which is prepared on the modified accrual basis of accounting, must be approved by the City Council of the City of New Orleans. The budget is legally adopted and amended, as necessary, by the Market. All appropriations lapse at year-end. The amounts budgeted represent cash transactions, which are processed by the City of New Orleans, and are not included in the accompanying financial statements. Budget amounts included in the accompanying budgetary comparison schedule included the original adopted budget.

### J. CAPITAL IMPROVEMENT PLAN

The Market has a five-year capital improvement plan that includes various projects in several departments/units of the Market. Projects include, but are not limited to, purchasing additional security equipment, painting, plumbing, and certain major building repairs.

### K. CAPITAL ASSETS

Capital assets are capitalized at historical cost or estimated cost if historical cost is not available. Donated assets are recorded as capital assets at their estimated fair market value at the date of donation. Additions, improvements and expenditures that significantly extend the useful life of an asset are capitalized. Other costs incurred for repairs and maintenance is expensed as incurred. In situations involving the construction of certain assets financed with the proceeds from borrowings, the interest is capitalized. For the year ended December 31, 2012, and 2011, no such interest was capitalized. Depreciation of capital assets is computed as follows:

Description	Method	Estimated Life (years)
Building and improvements	Straight-line	40
Furniture and equipment	Straight-line	3-10
Vehicles	Straight-line	3-5

### 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### L. RESTRICTED NET POSITION

The Market, because of certain bond covenants, is required to establish and maintain prescribed amounts of resources (consisting of cash and cash equivalents) that can be used only to service outstanding debt. The net position is reported as restricted when constraints placed on net position use are either:

- 1. externally imposed by creditors (such as debt covenants), grantors, contributors, or laws or regulations of other governments; or
- 2. imposed by law through constitutional provisions or enabling legislation.

### M. FAIR VALUE OF FINANCIAL INSTRUMENTS

The estimated fair value of all significant financial instrument amounts have been determined by the Market using available market information and appropriate valuation methodologies. The Market considers the carrying value amounts of cash and cash equivalents, receivables, prepaid items and bonds and other payables to approximate market value.

### 2. CASH AND EQUIVALENTS

At December 31, 2012, and 2011, the Market has cash and cash equivalents (book balances) totaling \$7,817,713 and \$7,016,919 as follows:

Non-interest-bearing demand deposits	\$ 73,728	\$ 126,125
U.S. Treasury securities money market funds with		
financial institutions - restricted assets	 7,743,985	6,890,794
Total	\$ 7.817.713	\$ 7.016.919

These deposits are stated at cost, which approximates market. Under state law, these deposits (or the resulting bank balances) must be secured by federal deposit insurance or the pledge of securities owned by the fiscal agent bank. The Market value of the pledged securities plus the federal deposit insurance must at all times equal the amount on deposit with the fiscal agent. These securities are held in the name of the pledging fiscal agent bank in a holding or custodial bank that is mutually acceptable to both parties. These deposits are entirely covered by federal deposit insurance.

Custodial credit risk is the risk that, in event of a failure of financial institution or counterparts, the Market would not be able to recover its deposits, investments, or collateral securities that are in the possession of an outside party. The Market's deposits are not subject to custodial credit risk. Cash equivalents consisting of U.S. Treasury Securities and money market funds are not subject to custodial credit risk.

### 3. CAPITAL ASSETS

Capital assets and depreciation as of and for the years ended December 31, 2012 and 2011, follow:

	December 31,	Additions/	December 31,	Additions/	December 31,
Government Activities	2010	(Transfers)	2011	(Transfers)	2012
Land-Elysian Fields	\$ 99,917	\$ -	\$ 99,917	\$ -	\$ 99,917
Buildings and improvements	13,329,271	98,594	13,427,865	175,007	13,602,872
Farmers/Flea Market renovations	9,347,962	7 <del>2</del>	9,347,962	<b>=</b>	9,347,962
Furniture and equipment	1,163,120	63,058	1,226,178	117,231	1,343,409
Alley and Moonwalk improvements	2,222,039	(4,408)	2,217,631	39,872	2,257,503
Parking lots	1,420,520	27,643	1,448,163	1,865	1,450,028
Ursuline Floodwall Gate	472,398	0. <del></del>	472,398	157	472,398
Vehicles	213,373	(111,787)	101,586	22,087	123,673
Sub-total	28,268,600	73,100	28,341,700	356,062	28,697,762
Less accumulated depreciation:	13,294,057	776,020	14,070,077	946,992	15,017,069
Capital assets, net	<u>\$ 14.974.543</u>	<u>\$ (702.920)</u>	<u>\$ 14.271.623</u>	<u>\$ (590.930)</u>	<u>\$ 13.680.693</u>
		8			<i>w</i>
Depreciation Expense		<u>\$ 938.201</u>			<u>\$ 946.992</u>

### 4. REVENUE BOND PAYABLE

On August 3, 2006, the Market issued Taxable Revenue Bonds Series 2005 A, drawdown bond, for a principal amount of not exceeding \$5,000,000. The bonds mature on May 1, 2025. The drawdown bond is for the acquisition and construction of improvements to the Market's Farmers' Market and Flea Market Sheds 1 and 2, pedestrian crossing reconfiguration, installation of historic and directional signage, improvements, flood wall opening enhancements and other capital improvements. The original date of the issue was August 6, 2006 and the maturity date of the issue is May 1, 2025. Principal payments and Interest payments on the bonds are payable semi-annually on November 1 and May 1, commencing on November 1, 2006. The interest rate is fixed at 6.15% per annum.

As of December 31, 2012, annual debt service requirements of the revenue bonds to maturity follow:

Year		Principal	Interest			Total		
2013	\$	180,327	\$	257,557	\$	437,884		
2014		191,587		246,297		437,884		
2015		203,551		234,333		437,884		
2016		216,262		221,622		437,884		
2017 and thereafter	-	3,439,205	E 84	1,596,466	25	5,035,671		
		4,230,932	\$	2.556.275	\$	6.787.207		
Less: Current Portion	_	180,327						
	\$	4.050,605						

The current portion as of December 31, 2011 was \$169,728.

### 4. REVENUE BOND PAYABLE (continued)

### **Bond Issue Cost**

As a result of the Revenue Bond, the Market incurred \$83,344 in legal fees. These fees are to be amortized over the duration of the outstanding bond. As of December 31, 2012 and 2011, the carrying value of the Deferred Bond Issue Costs are as followed:

		ecember 1, 2010		dditions/ ransfers)		ecember 31, 2011		dditions/ ransfers)	De 3	ecember 1, 2012
Deferred Bond Issue Cost	\$	71,894	\$	11,450	\$	83,344	\$	425	\$	83,344
Accumulated Amortization	_	16,792	_	4,167	e.	20,959	q <u>a</u>	4,167	e.	25,126
Carrying Costs	\$	55.102	\$	7.283	\$	62.385	\$	(4.167)	\$	58.218

The Market expects amortization expense to be approximately \$4,167 per year for each of the next five fiscal years.

### 5. BOND COVENANTS

As of December 31, 2012 and 2011, the Market was in compliance with requirements for the revenue bond covenants.

### 6. MINIMUM FUTURE RENTALS

The Market has entered into rental agreements which require the tenant to pay the Market minimum monthly rental payments plus contingent rentals. These operating leases expire in various years through the year 2020.

Minimum future rentals to be received under the various operating leases as of December 31, 2012 for each of the next five (5) years:

Year Ending December 31,	Amount
2013	\$ 1,225,965
2014	787,456
2015	541,105
2016	440,388
2017	393,648
Total	\$ 3.388.562

### 7. LEASES

The Market leases office equipment on a month to month basis.

### 8. PENSION PLAN

During 1997, clerical and administrative employees of the Market, who were not already receiving benefits from any of the other retirement plans sponsored by the City of New Orleans, became members of the Employees' Retirement System of the City of New Orleans (the Retirement System). The City Charter provided that the Retirement Ordinance (Chapter 114 of the Code) continues to govern and control the Retirement System under the management of a board of trustees. The Retirement System is a combination Defined Benefit and Defined Contribution Pension plan established under the laws of the State of Louisiana. The general administration has the responsibility for the proper operation of the Retirement System and for making effective the Retirement System. The Employees' Retirement System of the City of New Orleans issues a publicly available financial report that includes financial statements and required supplementary information.

For the fiscal year, employees participating in the Retirement System are required to contribute 6% of their salary and the employer is required to contribute 14.9%. Employer contributions to the Retirement System are based upon the amount necessary to fund normal cost and amortization of past service costs over a period of thirty years beginning July 1, 1974, using the level percentage of payroll method. The contribution requirements of Retirement System members and the Market are established and may be amended by the Retirement System's board of trustees. As of December 31, 2012 the employees contributed \$63,849 and the Market contributed \$251,837; and as of December 31, 2011 the employees contributed \$42,929 and the Market contributed \$221,949 However, the Market does not guarantee any of the benefits granted by the plan.

Employees with thirty years of service, or who attain age 60 with ten years of service, or age 65, irrespective of length of service, are entitled to a retirement allowance. The retirement allowance consists of an annuity, which is the actuarial equivalent of the employee's accumulated contribution, plus an annual pension, which, together with the annuity, provides a total retirement allowance equal to 2.5% to 4% of average compensation times the number of years of service. The maximum pension may not exceed 100% of average compensation. Pension amounts are reduced for service retirement prior to age 62. Average compensation is defined as average annual earned compensation for the highest thirty-six successive months of service, less \$1,200. Mandatory retirement age is 70.

### **Disability Benefits**

Disability benefits are awarded to active members with 10 or more years of creditable service if a physician nominated by the board certifies that the member is totally incapacitated and that such incapacitation is likely to be permanent. The member receives an annuity, which is the actuarial equivalent to the employee's accumulated contribution, plus an annual pension, which, together with the annuity, shall be 75% of the service allowance that would have been payable upon service retirement at age 65, had the member continued in service to the age of 65. Such allowance is to be computed on the average compensation, plus the sum \$1,200 provided, however, that the minimum annual retirement allowance will be \$300 per year.

### 9. TRANSACTIONS WITH RELATED PARTIES

### City of New Orleans

The Market is a non-profit corporation that is owned by the City of New Orleans and administered by a Board of Directors consisting of twelve members appointed by the Mayor of the City of New Orleans. As a result, they have various transactions pertaining to payroll and related expenses, and their annual lease. For the year ended December 31, 2012 and 2011, the Market had incurred the following expenses on behalf of the managed companies, with the following amounts unpaid as of that date:

	December 31, 2011					Decembe	, 2012	
	Expenses Incurred		Accounts Payable		Expenses Incurred			Accounts Payable
Salaries	\$	1,216,209	\$	275,987	\$	1,480,643	\$	159,367
Payroll Taxes and Benefits		592,680		118,471		709,690		68,253
Annual Lease		1,100,000	-	1,100,000		100,000		100,000
Totals	\$	2.908.889	\$	1.494.458	\$	2.290.333	\$	327.620

### <u>Upper Pontalba Building Restoration Corporation</u>

The Upper Pontalba is a non-profit corporation administered by a Board of Directors consisting of seven members that are appointed by the sole stockholder, the Mayor of the City of New Orleans. The Market is the management company for the Upper Pontalba; as a result, they maintain their payroll, through the city, and receive an annual fee for their services. As of December 31, 2012, the Market had incurred the following expenses, with the following amounts unpaid as of that date:

		Incurred		Α	ccounts
	N-	Costs	Fees	Re	eceivable
Salary and Related Expenses	\$	197,643	\$ 	\$	7,562
Management Fee	-	8 <del>8</del>	 50,000		12,500
Totals	\$	197.643	\$ 50.000	\$	20.062

As of December 31, 2011, the Market had incurred the following expenses, with the following amounts unpaid as of that date:

		Accounts Receivable			
Salary and Related Expenses	\$	Costs 188,095	\$ Fees -	\$	54,597
Management Fee		<del></del>	 50,000		12,500
Totals	\$	188.095	\$ 50.000	\$	67.097

### 10. CONTINGENCIES

The Market is a defendant in various lawsuits filed for alleged breaches and unspecified damages. Outside counsels for the Market have advised that at this stage in the proceedings they cannot offer opinions as to the probable outcomes of these lawsuits. The Market believes the suits are without merit and is vigorously defending its positions.

### 11. RISK MANAGEMENT

The Market is exposed to various risks of loss related to torts; theft of; damage to and destruction of assets for which the Market carries commercial insurance. Liabilities are reported when it is probable that a loss has occurred and the amount of the loss can be reasonably estimated.

### 12. NET POSITION

Net Position is restricted for the following reasons:

Invested in capital assets, net of related debt:

		2012		2011
Capital Assets	\$	28,697,762	\$	28,341,700
Less:				
Accumulated Depreciation		15,017,069		14,070,077
Debt related to Capital Assets		4,230,932		4,401,251
Invested in capital assets, net of related debt	\$	9,449,761	\$	9,870,372
invocation in suprisi associe, not of volution door	<u> </u>	0,110,701		0,0,0,0,2
Restricted for revenue bond service:				
		2012		2011
D. T. ( D	_	At word of the same	_	approximate no de
Debt Service Fund	\$	35,869	\$	71,722
Debt Service Reserve Fund	_	500,032	10	500,032
Restricted for revenue bond service	\$	535,901	\$	<u>571,754</u>
Unrestricted net position consists of the following:				
Office thet position consists of the following.				
		2012		2011
Designated for capital projects	\$	5,095,958	\$	4,079,832
Undesignated		1,963,300		810,897
Total Unrestricted	\$	7.059.258	\$	4.890.729
			16	

### 13. SUBSEQUENT EVENTS

FASB Accounting Standards Codification Topic 855, "Subsequent Events" addresses events which occur after the balance sheet date but before the issuance of financial statements. An entity must record the effects of subsequent events that provide evidence about conditions that existed at the balance sheet date and must disclose but not record the effects of subsequent events which provide evidence about conditions that existed after the balance sheet date. Additionally, Topic 855 requires disclosure relative to the date through which subsequent events have been evaluated and whether that is the date on which the financial statements were issued or were available to be issued. Management evaluated the activity of the French Market Corporation through June 6, 2013, the date the financial statements were issued, and concluded that no subsequent events have occurred that would require recognition in the Financial Statements or disclosure in the Notes to the Financial Statements.

## FRENCH MARKET CORPORATION (A Proprietary Component Unit of the City of New Orleans) BUDGETARY COMPARISON SCHEDULE FOR THE YEAR ENDED DECEMBER 31, 2012

	Budget	Actual GAAP BASIS	Variance With Final Budget Positive (Negative)
Total Salaries and Related Expenses Total Operating Expenditures Other Expenditures	\$ 2,619,664 3,020,000 1,780,518	\$ 2,190,333 3,250,215 554,672	\$ (429,331) 230,215 (1,225,846)
Total Expenditures	<u>\$ 7.420.182</u>	\$ 5.995.220	\$ (1.424.962)
Revenues	\$ 7,420,182	\$ 8,488,125	\$ 1,067,943
Total Revenues	\$ 7.420.182	\$ 8.488.125	<u>\$ 1.067.943</u>

### PAILET, MEUNIER and LeBLANC, L.L.P.

Certified Public Accountants

Management Consultants

REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

French Market Corporation (A Proprietary Component Unit of the City of New Orleans) New Orleans, Louisiana

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of French Market Corporation (the Market) as of and for the year ended December 31, 2012, and the related notes to the financial statements, which collectively comprise the Market's basic financial statements, and have issued our report thereon dated June 6, 2013.

### Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Market's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Market's internal control. Accordingly, we do not express an opinion on the effectiveness of the Market's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or, significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Member of:



An Association of Independent Accounting Firm

· PCAOB - Public Company Accounting Oversight Board

AICPA: Center for Public Company Audit Firms (SEC) • Governmental Audit Quality Center • Private Companies Practice Section (PCPS)

### **Compliance and Other Matters**

As part of obtaining reasonable assurance about whether the Market's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

### **Purpose of this Report**

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

New Orleans, Louisiana

Pailet, Meurier and LeBlanc, LLP

June 6, 2013

### FRENCH MARKET CORPORATION (A Proprietary Component Unit of the City of New Orleans) SCHEDULE OF FINDINGS AND QUESTIONED COSTS FOR THE YEAR ENDED DECEMBER 31, 2012

### SECTION I -SUMMARY OF AUDITOR'S RESULTS

- A. Control deficiencies in internal control over financial reporting were disclosed by the audit of the financial statements: No. Material weaknesses: No.
- B. Noncompliance which is material to the financial statements: No
- C. Control deficiencies in internal control over major programs: N/A. Material weaknesses: N/A.
- D. The type of report issued on compliance for major programs: N/A.
- E. Any audit findings which are required to be reported under section 510(a) of OMB Circular A-13: N/ A
- F. Major programs: N/A.
- G. Dollar threshold used to distinguish between Type A and Type B programs: N/A.
- H. Auditee qualified as a low-risk auditee under section 530 of OMB Circular A-133: N/A.
- I. A management letter was issued: No

SECTION II - FINANCIAL STATEMENT FINDINGS

None

SECTION III – FEDERAL AWARD FINDINGS AND QUESTIONED COSTS Not applicable.

## FRENCH MARKET CORPORATION (A Proprietary Component Unit of the City of New Orleans) SCHEDULE OF PRIOR YEAR FINDINGS FOR THE YEAR ENDED DECEMBER 31, 2012

### SECTION I – INTERNAL CONTROL AND COMPLIANCE MATERIAL TO THE FINANCIAL STATEMENTS

Not Applicable